

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF MISSISSIPPI
HATTIESBURG DIVISION**

WILL-DRILL RESOURCES, INC.

PLAINTIFF

VS.

CIVIL ACTION NO. 2:06CV64KS-JMR

J. R. POUNDS, INC. ET AL

DEFENDANTS

**DEFENDANTS' MOTION TO QUASH SUBPOENAS AND
FOR A PROTECTIVE ORDER**

Comes Now Defendants J. R. Pounds, Inc. et al. (collectively "Defendants") and, pursuant to Rules 26(c) and 45 of the Federal Rules of Civil Procedure, move the Court to quash the subpoenas issued by Will-Drill Resources, Inc., and in support hereof would show unto the Court the following:

1. This action concerns the validity of certain oil, gas, and mineral leases that cover the production unit for the Rogers Well, which is located on a unit comprised of Section 28, Township 5 North, Range 19 West, Marion County, Mississippi in Greens Creek Field. The Rogers Well is operated by J. R. Pounds, Inc. The leases at issue can be maintained beyond the "primary term" and into a "secondary term" by production and/or operations. Defendants are the present owners of oil, gas, and mineral leases covering the Rogers Well.

2. Will-Drill filed this suit seeking a declaratory judgment regarding whether the oil, gas and mineral leases that cover the Rogers Well have been maintained in force and effect by sufficient production and/or operations. Will-Drill claims that the leases were not maintained by production and/or operations. Defendants contend that the leases at issue have not terminated or expired, but have continued to be maintained in force and effect by production and/or operations and other activities on the Rogers Well.

3. J. R. Pounds, Inc. operates a number of oil and gas wells in various counties in the State of Mississippi. In January 2007, Will-Drill issued subpoenas to thirteen different oilfield service companies that perform work on many of the various wells operated by J. R. Pounds, Inc. A copy of the Notice of Service of Subpoenas which lists the individual oilfield companies that were served with subpoenas is attached hereto as Exhibit 1. The subpoenas directed these service companies to produce and permit inspection of “[a]ny and all documents including, but not limited to, shipping records, invoices, billing statements, product descriptions, delivery/receipt records, purchase records, tracking records, job proposals, job estimates, contracts, agreements, and/or any other documents relating to work performed, work proposed, items shipped, delivered, and/or billed by, for, or to J. R. Pounds, Inc., Jim Pounds, J. R. Pounds, or Robert Thomsen from May 2, 2002, through August 31, 2004.” A copy of a representative subpoena is attached hereto as Exhibit 2. The subpoenas do not limit the documents, records, and items only to those that pertain to the Rogers Well. The service companies are required to produce the documents requested in the subpoenas by approximately January 25, 2006.

4. The Court should quash the subpoenas issued by Will-Drill to the extent that the subpoenas require production of any of the documents, records, and other items that do not pertain to the Rogers Well. The scope of the subpoenas is overly broad because the information requested is not limited to the Rogers Well. The sole issue in this case is whether the leases covering the Rogers Well have terminated or expired, or were instead maintained in force and effect by production and/or operations on the Rogers Well. The subpoena, however, requires the production of all documents, records, etc. relating to work for Defendants J. R. Pounds, Inc, Jim Pounds, J. R. Pounds, or Robert Thomsen for more than two years on any wells. Any work and services that the

thirteen companies performed for Defendants on wells other than the Rogers Well are not relevant to any of the claims, issues, or defenses in this case, and are not reasonably calculated to lead to the discovery of admissible evidence. The only well at issue in this case is the Rogers Well.

5. The Court should also quash the subpoenas because it would be unreasonably and unduly burdensome for the service companies to comply with the subpoenas by producing the requested documents and records. These service companies perform numerous services for many of the wells operated by J. R. Pounds, Inc. Requiring the service companies to produce all documents and records related to activities conducted on all of the wells operated by J. R. Pounds, Inc. for a period of more than two years would be unduly burdensome. Moreover, the information sought is cumulative and duplicative. Defendants have already produced all of the documents and records that they have from the various service companies that performed work on the Rogers Well. Will-Drill is seeking information that it already has, and as a result, Will-Drill should not be permitted to issue subpoenas on the service companies which will be required to conduct an expensive time-consuming search of all of their documents for any work performed for Defendants. Therefore, because the information requested by Will-Drill is overly broad, is not relevant or reasonably calculated to lead to the discovery of admissible evidence, is cumulative and duplicate and would create an undue burden on the service companies, the Court should quash the subpoenas and limit the scope of the information requested.

6. In addition to the objections raised in Defendants' motion to quash, many of the service companies have made objections to the subpoenas. Copies of some of these objections are attached hereto as Exhibit 3.

WHEREFORE, PREMISES CONSIDERED, Defendants move the Court to quash the subpoenas issued by Will-Drill and to enter a protective order.

This, the 23rd day of January, 2007.

Respectfully submitted,

J. R. POUNDS, INC. ET AL.

By: s/ Christy M. Sparks

Glenn Gates Taylor (MSB No. 7453)
C. Glen Bush (MSB No. 7589)
Christy M. Sparks (MSB No. 101381)
COPELAND, COOK, TAYLOR & BUSH, P.A.
1062 Highland Colony Parkway, Suite 200 (39157)
Post Office Box 6020
Ridgeland, MS 39158
(601) 856-7200
(601) 353-6235 (Facsimile)

ATTORNEYS FOR DEFENDANTS

CERTIFICATE OF SERVICE

I, Christy M. Sparks, hereby certify that on January 24, 2007, I electronically filed the foregoing with the Clerk of this Court using the ECF system, which sent notification to the following:

Charles W. Pickering, Sr., Esq.
Walker W. Jones, III, Esq.
Sheryl Bey, Esq.
Clint Pentecost, Esq.
Baker, Donaldson, Bearman
Caldwell & Berkowitz
Post Office Box 14167
Jackson, MS 39236

Erik M. Lowery, Esq.
Erik M. Lowery, P.A.
525 Corinne Street
Hattiesburg, MS 39401

Paul J. Delcambre, Jr. Esq.
Balch & Bingham
P.O. Box 130
Gulfport, MS 39502-0130

Watts C. Ueltschey, Esq.
Brunini, Grantham, Grower & Hewes
P.O. Drawer 119
Jackson, MS 39205

Wilson H. Carroll, Esq.
Phelps Dunbar
P.O. Box 23066
Jackson, MS 39225-3066

Further, I hereby certify that I have mailed the foregoing by First Class U.S. Mail, postage prepaid, to the following:

Charles H. Wilkinson, Jr., President
River Production Company
P.O. Box 945
Columbia, MS 39429-0945

Herschel J. McCunn
2721 Glen Haven Blvd
Houston TX 77025

Roger Young
2257 Luster Road
Goodlettsville, TN 37072

/s/ Christy M. Sparks

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF MISSISSIPPI
HATTIESBURG DIVISION**

WILL-DRILL RESOURCES, INC.

PLAINTIFFS

v.

CIVIL ACTION NO. 2:06CV64KS-JMR

J.R. POUNDS, INC., ET AL

DEFENDANTS

NOTICE OF SERVICE OF SUBPOENAS

TO: ALL COUNSEL OF RECORD

Notice is hereby given, pursuant to the Federal Rules of Civil Procedure, that the Plaintiff Will-Drill Resources, Inc., has this date served in the above entitled action, its Subpoenas to:

1. The Cavins Corporation
2. Crisco Swabbing Services, Inc.
3. Challenger Deepwell Servicing, Inc.
4. Baker Hughes
5. T.K. Stanley, Inc.
6. JET Wireline Corp.
7. Tuboscope VETCO International Inc.
8. Double R Packers
9. Black Warrior Wireline Corp.
10. Eastern Fishing & Rental Tool
11. Weatherford Completion Systems



12. BJ Services Company – Coiltech

13. Stewart's Testing, Inc.

The undersigned retains the original of the above as custodian thereof.

This the 16th day of January, 2007.

Respectfully submitted,

WILL-DRILL RESOURCES, INC.

BY: /s/ Clint Pentecost
CLINT PENTECOST

Charles W. Pickering, Sr. (MSB #4305)
Walker W. Jones, III (MSB #3303)
Sheryl W. Bey (MSB #9484)
Clint Pentecost (MSB #99841)
BAKER, DONELSON, BEARMAN,
CALDWELL & BERKOWITZ, PC
4268 I-55 North
Meadowbrook Office Park
Jackson, Mississippi 39211
Telephone: 601-351-2400
Facsimile: 601-351-2424

CERTIFICATE OF SERVICE

I hereby certify that on this day I electronically filed the foregoing pleading or other paper with the Clerk of the Court using the ECF system which sent notification of such filing to the following:

Glenn Gates Taylor, gtaylor@cctb.com
Paul J. Delcambre, Jr., pdelcambre@balch.com
Watts C. Ueltschey, wueltschey@brunini.com
Wilson H. Carroll, carrollw@phelps.com
Daniel Elwood Ruhl, druhl@cctb.com

Further, I hereby certify that I have mailed by United States Postal Service the document to the following non-ECF participants:

Charles H. Wilkinson, Jr.
P.O. Box 945
Columbia, MS 39429-0945

Roger Young
2257 Luster Rd
Goodlettsville, TN 37072

Hershell J. McCunn
2721 South Glenn Haven Blvd.
Houston, TX 77025-2217

Tracy Youngblood
4527 Rawlins
Dallas, TX 75219

C.S. Collier
P.O. Box 720070
Oklahoma City, OK 73172-0070

THIS the 16th day of January, 2007.

/s/ Clint Pentecost
Clint Pentecost

Rita Walker

From: cmecfhelpdesk@mssd.uscourts.gov
Sent: Tuesday, January 16, 2007 4:11 PM
To: Courtmail@mssd.uscourts.gov
Subject: Activity in Case 2:06-cv-00064-KS-MTP Will-Drill Resources, Inc. v. J. R. Pounds, Inc. et al "Notice (Other)"

*****NOTE TO PUBLIC ACCESS USERS*** You may view the filed documents once without charge. To avoid later charges, download a copy of each document during this first viewing.**

U.S. District Court

Southern District of Mississippi

Notice of Electronic Filing

The following transaction was received from Pentecost, William entered on 1/16/2007 at 4:10 PM CST and filed on 1/16/2007

Case Name: Will-Drill Resources, Inc. v. J. R. Pounds, Inc. et al
Case Number: 2:06-cv-64
Filer: Will-Drill Resources, Inc.
Document Number: 121

Docket Text:

NOTICE of Service of Subpoenas by Will-Drill Resources, Inc. (Pentecost, William)

The following document(s) are associated with this transaction:

Document description:Main Document

Original filename:n/a

Electronic document Stamp:

[STAMP dcecfStamp_ID=1081288797 [Date=1/16/2007] [FileNumber=852888-0]
[7e349cee308ef142cfafb481aae46211c464e0ce7cc2239a9d1b7e59299570de74c0
1e57f18d3d3461b30944c992cadaeee46ad843cc62ef1bb2ada0e3465bc2]]

2:06-cv-64 Notice will be electronically mailed to:

Sheryl M. Bey sbey@bakerdonelson.com, dbrent@bakerdonelson.com

Wilson H. Carroll carrollw@phelps.com.

Paul J. Delcambre , Jr pdelcambre@balch.com, lhale@balch.com

Walker W. Jones , III wjones@bakerdonelson.com, dswisher@bakerdonelson.com;
ahardy@bakerdonelson.com; kandrews@bakerdonelson.com; vhead@bakerdonelson.com

Erik Martin Lowrey elowrey@eriklowreypa.com

1/16/2007

William C. Pentecost cpentecost@bakerdonelson.com, jlwilson@bakerdonelson.com;
wsteed@bakerdonelson.com; keverett@bakerdonelson.com

Charles W. Pickering, Sr cpickering@bakerdonelson.com, jlwilson@bakerdonelson.com

Daniel Elwood Ruhl druhl@cctb.com

Christy M. Sparks csparks@cctb.com

Ernest G. Taylor, Jr etaylor@smithreeves.com, vtorres@smithreeves.com

Glenn Gates Taylor gtaylor@cctb.com, rwalker@cctb.com; tmilliman@cctb.com

Watts C. Ueltschey wueltschey@brunini.com, jberry@brunini.com

2:06-cv-64 Notice will be delivered by other means to:

Herschell J. McCunn
2721 South Glenn Haven Blvd.
Houston, TX 77025-2117

Moon Royalty, L.L.C.
c/o C. S. Collier, Manager
Moon Royalty LLC
P. O. Box 720070
Oklahoma City, OK 73172-0070

River Production Company, Inc.
Charles H. Wilkinson, Jr.
P. O. Box 945
Columbia, MS 39429-0945

Roger Young
2257 Luster Road
Goodlettsville, TN 37072

Perry Youngblood
Tracy Youngblood
4527 Rawlins
Dallas, TX 75219

Tracy Youngblood
4527 Rawlins
Dallas, TX 75219

Issued by the
UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF MISSISSIPPI
HATTIESBURG DIVISION

SUBPOENA IN A CIVIL CASE

WILL-DRILL RESOURCES, INC.

PLAINTIFFS

V.

CIVIL ACTION NO: 2:06CV64KS-JMR

J.R. POUNDS, INC., ET AL

DEFENDANTS

TO: **Eastern Fishing & Rental Tool**
2406 Moose Dr.
Laurel, MS 39440

☐ YOU ARE COMMANDED to appear in the United States District Court at the place, date and time specified below to testify in the above case.

PLACE OF TESTIMONY	COURTROOM
	DATE AND TIME

☐ YOU ARE COMMANDED to appear at the place, date and time specified below to testify at the taking of a deposition in the above case.

PLACE OF DEPOSITION	DATE AND TIME

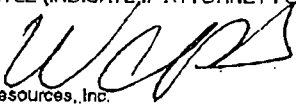
X YOU ARE COMMANDED to produce and permit inspection and copying of the following documents or objects at the place, date and time specified below (list documents or objects): **Any and all documents including, but not limited to, shipping records, invoices, billing statements, product descriptions, delivery/receipt records, purchase records, tracking records, job proposals, job estimates, contracts, agreements, and/or any other documents relating to work performed, work proposed, items shipped, delivered, and/or billed by, for, or to J.R. Pounds, Inc., Jim Pounds, J.R. Pounds, or Robert Thomsen from May 2, 2002, through August 31, 2004.**

PLACE W. Clint Pentecost, Esq. Baker, Donelson, Bearman, Caldwell & Berkowitz P.O. Box 14167 Jackson, MS 39236	DATE AND TIME January 25, 2007 at 11:00 a.m.
--	---

☐ YOU ARE COMMANDED to permit inspection of the following premises at the date and time specified below.

PREMISES	DATE AND TIME

Any organization not a party to this suit that is subpoenaed for the taking of a deposition shall designate one or more officers, directors, or managing agents, or other persons who consent to testify on its behalf, and may set forth, for each person designated, the matters on which the person will testify. Federal Rules of Civil Procedure, 30(b)(6).

ISSUING OFFICER SIGNATURE AND TITLE (INDICATE IF ATTORNEY FOR PLAINTIFF OR DEFENDANT) 	DATE 1-10-07
W. Clint Pentecost, Attorney for Will-Drill Resources, Inc.	

ISSUING OFFICER'S NAME, ADDRESS AND PHONE NUMBER
W. Clint Pentecost, Esq.
Baker, Donelson, Bearman, Caldwell & Berkowitz
4288 I-55 North
Post Office Box 14167
Jackson, Mississippi 39236
(801) 351-2400

(See Rule 45, Fed

its C & D on Reverse)



**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF MISSISSIPPI
HATTIESBURG DIVISION**

WILL-DRILL RESOURCES, INC.

PLAINTIFF

VS.

CIVIL ACTION NO. 2:06CV64KS-JMR

J. R. POUNDS, INC. ET AL.

DEFENDANTS

OBJECTION TO SUBPOENA

COMES NOW Challenger Deepwell Servicing, Inc. and, pursuant to Rule 45 of the Federal Rules of Civil Procedure, objects to the subpoena for documents served on it by Will-Drill Resources, Inc. to the extent that it seeks to obtain documents other than those documents that pertain to the Rogers 28-11 No. 1 Well. It would be unduly burdensome, expensive and time consuming for the undersigned to have to conduct a review of all of our records to obtain the requested documents on all work on all wells operated by J. R. Pounds, Inc., Jim Pounds, J. R. Pounds or Robert Thomsen from May 2, 2002 through August 31, 2004. We also understand that J. R. Pounds, Inc., Jim Pounds, and Robert Thomsen object to our production of documents that do not pertain to the Rogers 28-11 No. 1 Well.

This the 22 day of January, 2007.

Respectfully submitted,

Challenger Deepwell Servicing, Inc.

Signature:

Printed Name: LARRY GISTRUNK

Title or Position: SEC./TREAS. - GM

Phone Number: (601) 736-2511



**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF MISSISSIPPI
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WILL-DRILL RESOURCES, INC.

PLAINTIFF

VS.

CIVIL ACTION NO. 2:06CV64KS-JMR

J. R. POUNDS, INC. ET AL.

DEFENDANTS

OBJECTION TO SUBPOENA

COMES NOW Crisco Swabbing Services, Inc. and, pursuant to Rule 45 of the Federal Rules of Civil Procedure, objects to the subpoena for documents served on it by Will-Drill Resources, Inc. to the extent that it seeks to obtain documents other than those documents that pertain to the Rogers 28-11 No. 1 Well. It would be unduly burdensome, expensive and time consuming for the undersigned to have to conduct a review of all of our records to obtain the requested documents on all work on all wells operated by J. R. Pounds, Inc., Jim Pounds, J. R. Pounds or Robert Thomsen from May 2, 2002 through August 31, 2004. We also understand that J. R. Pounds, Inc., Jim Pounds, and Robert Thomsen object to our production of documents that do not pertain to the Rogers 28-11 No. 1 Well.

This the 22 day of January, 2007.

Respectfully submitted,

Crisco Swabbing Services, Inc.

Signature: _____

Printed Name: _____

Title or Position: _____

Phone Number: _____

David Parker
David Parker
President
601-731-9008

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF MISSISSIPPI
HATTIESBURG DIVISION**

WILL-DRILL RESOURCES, INC.

PLAINTIFF

VS.

CIVIL ACTION NO. 2:06CV64KS-JMR

J. R. POUNDS, INC. ET AL.

DEFENDANTS

OBJECTION TO SUBPOENA

COMES NOW Eastern Fishing & Rental Tool and, pursuant to Rule 45 of the Federal Rules of Civil Procedure, objects to the subpoena for documents served on it by Will-Drill Resources, Inc. to the extent that it seeks to obtain documents other than those documents that pertain to the Rogers 28-11 No. 1 Well. It would be unduly burdensome, expensive and time consuming for the undersigned to have to conduct a review of all of our records to obtain the requested documents on all work on all wells operated by J. R. Pounds, Inc., Jim Pounds, J. R. Pounds or Robert Thomsen from May 2, 2002 through August 31, 2004. We also understand that J. R. Pounds, Inc., Jim Pounds, and Robert Thomsen object to our production of documents that do not pertain to the Rogers 28-11 No. 1 Well.

This the ____ day of January, 2007.

Respectfully submitted,

Eastern Fishing & Rental Tool

Signature: Mark R Roberts
Printed Name: Mark R Roberts
Title or Position: Vice President
Phone Number: 601-649-1454

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF MISSISSIPPI
HATTIESBURG DIVISION**

WILL-DRILL RESOURCES, INC.

PLAINTIFF

VS.

CIVIL ACTION NO. 2:06CV64KS-JMR

J. R. POUNDS, INC. ET AL.

DEFENDANTS

OBJECTION TO SUBPOENA

COMES NOW **Stewart's Testing, Inc.** and, pursuant to Rule 45 of the Federal Rules of Civil Procedure, objects to the subpoena for documents served on it by Will-Drill Resources, Inc. to the extent that it seeks to obtain documents other than those documents that pertain to the Rogers 28-11 No. 1 Well. It would be unduly burdensome, expensive and time consuming for the undersigned to have to conduct a review of all of our records to obtain the requested documents on all work on all wells operated by J. R. Pounds, Inc., Jim Pounds, J. R. Pounds or Robert Thomsen from May 2, 2002 through August 31, 2004. We also understand that J. R. Pounds, Inc., Jim Pounds, and Robert Thomsen object to our production of documents that do not pertain to the Rogers 28-11 No. 1 Well.

This the 22nd day of January, 2007.

Respectfully submitted,

Stewart's Testing, Inc.

Signature: Billy L. Stewart
Printed Name: Billy L. Stewart
Title or Position: President
Phone Number: 601-428-8766

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF MISSISSIPPI
HATTIESBURG DIVISION**

WILL-DRILL RESOURCES, INC.

PLAINTIFF

VS. 1

CIVIL ACTION NO. 2:06CV64KS-JMR

J. R. POUNDS, INC. ET AL.

DEFENDANTS

OBJECTION TO SUBPOENA

COMES NOW Tuboscope VETCO International, Inc. and, pursuant to Rule 45 of the Federal Rules of Civil Procedure, objects to the subpoena for documents served on it by Will-Drill Resources, Inc. to the extent that it seeks to obtain documents other than those documents that pertain to the Rogers 28-11 No. 1 Well. It would be unduly burdensome, expensive and time consuming for the undersigned to have to conduct a review of all of our records to obtain the requested documents on all work on all wells operated by J. R. Pounds, Inc., Jim Pounds, J. R. Pounds or Robert Thomsen from May 2, 2002 through August 31, 2004. We also understand that J. R. Pounds, Inc., Jim Pounds, and Robert Thomsen object to our production of documents that do not pertain to the Rogers 28-11 No. 1 Well.

This the ____ day of January, 2007.

Respectfully submitted,

Tuboscope VETCO International, Inc.

Signature:

Basil D. Red III

Printed Name:

Basil D. Red III

Title or Position:

D.V. Manager

Phone Number:

601-428-1555